Case 23-01092-MBK Doc -2 Filed 05/04/23 Entered 05/04/23 23:52:51 Desc Exhibit B Page 1 of 38

EXHIBIT B

Certification of Robert Loeb
In Support of Application for Retention of
Orrick, Herrington & Sutcliffe LLP as Special
Appellate Counsel, Effective as of April 4, 2023

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY

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(Admitted pro hac vice)

PROPOSED ATTORNEYS FOR DEBTOR

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 23-12825 (MBK)

Judge: Michael B. Kaplan

CERTIFICATION OF ROBERT LOEB IN SUPPORT OF APPLICATION FOR RETENTION OF ORRICK, HERRINGTON & SUTCLIFFE LLP AS SPECIAL APPELLATE COUNSEL, EFFECTIVE AS OF APRIL 4, 2023

- I, Robert Loeb, being of full age, certify as follows:
 - 1. Orrick, Herrington & Sutcliffe LLP ("Orrick") is seeking authorization to be retained as special appellate counsel to LTL Management LLC (the "Debtor") in the Chapter 11 Case and I make this certification in support of the *Application for Retention of*

The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

Orrick, Herrington & Sutcliffe LLP as Special Appellate Counsel, Effective as of April 4, 2023 filed by the Debtor (the "Application").²

- My professional credentials include being admitted and in good standing to practice in the District of Columbia and before the United States Supreme Court, the United States District Court for the District of Columbia, and every United States Courts of Appeals.
- I am a partner at Orrick and am duly authorized to make this certification on behalf of Orrick.
- 4. The proposed arrangement for compensation, including hourly rates, if applicable, is as follows:

Pursuant to the terms of the Engagement Letter between Orrick and the Debtor, and subject to the Court's approval of this Application, Orrick intends to: (a) charge for its legal services on an hourly basis in accordance with the ordinary and customary hourly rates in effect on the date services are rendered; and (b) seek reimbursement of actual and necessary out of pocket expenses.

In addition, to the extent that Orrick represents both the Debtor and J&J in a matter, Orrick will allocate 50% of its fees and expenses incurred in such joint representation to the Debtor and 50% to J&J. In matters in which Orrick represents solely the Debtor or J&J, Orrick will allocate 100% of the fees and expenses to the entity represented.

Orrick will be compensated at its hourly rates, which are based on the professionals' level of experience. The hourly rates charged by Orrick for this work fall within the following ranges:

Billing Category	Range
Partners/Of Counsel	\$876-\$1,200
Associates	\$536-\$844
Paralegals	\$375

Orrick's hourly rates may change annually in accordance with the terms of the Engagement Letter and Orrick's established billing practices and procedures.

Orrick will maintain detailed, contemporaneous time records in six-minute intervals and apply to the Court for payment of compensation and reimbursement of expenses in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rule 2016, the Local Bankruptcy Rules, the Fee Guidelines, any Interim Compensation Order

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Capitalized terms used herein but not defined have the meanings given to them in the Application.

and any additional procedures that may be established by the Court in the Chapter 11 Case.
\square Pursuant to D.N.J. LBR 2014-3, I request a waiver of the requirements of D.N.J. LBR 2016-1.
5. To the best of my knowledge, after reasonable and diligent investigation, my connection with the debtor(s), creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee, is as follows:
□ None
☐ Describe connection: <u>See</u> No. 6 below.
6. To the best of my knowledge, after reasonable and diligent investigation, the connection of my firm, its members, shareholders, partners, associates, officers and/or employees with the debtor(s), creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee, is as follows:
□ None☑ Describe Connection:

To check and clear potential conflicts of interest in the Chapter 11 Case, as well as to determine all "connections" (as such term is used in Bankruptcy Rule 2014) to the Debtor, its affiliates, its creditors, other parties in interest, their respective attorneys, the U.S. Trustee or any person employed in the office of the U.S. Trustee, Orrick researched its client database to determine whether it had any relationships with the list of names of individuals or institutions that are potential significant parties in interest (each, an "Interested Party," collectively, the "Interested Parties") that was provided to Orrick by the Debtor. See Schedule 1 attached hereto. Once the database identified a potential connection between Orrick and an Interested Party, if necessary, I or someone working with me contacted the responsible attorney(s) to the extent he or she is still employed by Orrick, or otherwise elicited information to discern the nature and scope of the representation or connection for appropriate disclosure in this certification.

To the extent that Orrick's research of its relationships with the Interested Parties indicates that Orrick has represented in the past three years, or currently represents, any of these entities in matters unrelated to the Chapter 11 Case, the identities of these entities and such entities' relationship to the Debtor and connection to Orrick, are set forth in Schedule 2 hereto.

This review is ongoing and, if any relevant fact or relationship not disclosed herein is discovered or arises, I will file a supplemental certification with the Court as soon as practicable.

To the best of my knowledge and belief, insofar as I have been able to ascertain after reasonable inquiry, neither I, nor Orrick, nor any partner, associate or other professional thereof has any connection with the Debtor, its creditors, the U.S. Trustee or any other party with an actual or potential interest in the Chapter 11 Case or their respective attorneys or accountants, except as set forth below and in <u>Schedule 2</u> hereto:

- (a) Orrick has not represented, during the pendency of this Chapter 11 Case and the Debtor's 2021 Chapter 11 Case, and does not and will not represent, without the Debtor's express written consent, any entity in matters adverse to the Debtor or to the estate with respect to matters on which Orrick is to be employed.
- (b) Prior to the 2021 Chapter 11 Case, Orrick represented Old JJCI as counsel, including in <u>In re Imerys Talc America, Inc.</u>, Case No. 19-10289 (LSS) (Bankr. D. Del.) (the "<u>Imerys Case</u>") and as trial³ and appellate counsel in certain talc-related litigation.
- (c) Prior to the Petition Date, Orrick represented the Debtor's ultimate parent company and non-debtor affiliate, J&J, as counsel, including in the Imerys Case and as trial and appellate counsel in certain talc-related litigation. Orrick continues to represent J&J in certain talc-related litigation, including on the appeals at issue in this litigation.
- (d) Orrick currently represents or formerly represented certain of the Debtor's non-debtor affiliates. Orrick, however, has not represented, during the pendency of this Chapter 11 Case and the Debtor's 2021 Chapter 11 Case, and does not and will not represent, without the Debtor's express written consent, any of these entities in matters adverse to the Debtor or to the estate with respect to matters on which Orrick is to be employed.
- (e) Orrick currently represents the Debtor's depository and disbursement bank, certain of the parties to material contracts with the Debtor, certain of the significant co-defendants in talc-related litigation, certain of the Debtor's significant ordinary course professionals, consultants, and service providers, certain of the Debtor's material potentially indemnified parties and certain of the Debtor's insurers. In all instances, Orrick has not represented, during the pendency of this Chapter 11 Case and the Debtor's 2021 Chapter 11 Case, and does not and will not represent, without Debtor's express written consent, any of these entities in matters adverse to the Debtor or to the estate with respect to matters on which Orrick is to be employed.

In addition to the foregoing, Orrick's partners and employees may have business associations with, professional, social or familial relationships with, or interests aligned with or adverse to, creditors or parties in interest, or their attorneys, accountants or

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As set forth in the Application, Orrick currently serves as trial counsel in one stayed case and provides appellate guidance as needed in the stayed talc-related litigation and will continue to provide services in those matters on the same terms that services for such matters were provided to Old JJCI.

advisors. As part of its practice, Orrick appears in cases, proceedings and transactions throughout the world involving many different parties, and works together with many different parties, which may include creditors or parties in interest, or attorneys, accountants or other professional firms or advisors who may represent creditors or parties in interest in the Chapter 11 Case. To the best of my knowledge, none of these associations, relationships, or interests have any connection with the Debtor or the Chapter 11 Case.

Neither I nor, to the best of my knowledge, any partner or attorney employed by Orrick who is expected to render services to the Debtor in the Chapter 11 Case is related to any United States District Judge or United States Bankruptcy Judge for the District of New Jersey or to the U.S. Trustee for this district or to any known employees of her office.

Neither I nor, to the best of my knowledge, any partner or attorney employed by Orrick who is expected to render services to the Debtor in the Chapter 11 Case is a creditor, equity security holder or an insider of the Debtor or its estate. Neither I nor, to the best of my knowledge, any partner or attorney employed by Orrick who is expected to render services to the Debtor in the Chapter 11 Case serves or served as an officer, director, or employee of the Debtor (or its predecessor entity) within 2 years before the date of the filing of the Chapter 11 Case.

Orrick has made reasonable efforts to discover and disclose the existence of any conflict of interest or connections based upon the information available to Orrick. Orrick is unable to state, however, whether one or more of its clients or their affiliates that has not been identified as an Interested Party holds a claim or interest, or otherwise is a party in interest in the Chapter 11 Case. Orrick intends to review periodically its database during the pendency of the Chapter 11 Case to insure, to the extent reasonably possible, that no conflict or other disqualifying circumstance exists or arises.

The total combined gross income received from all J&J-related current clients in each of the last two years is less than 3% of Orrick's gross income. The total gross income received from any individual client identified in Schedule 2 attached hereto, in each of the last two years, that is not a J&J-related entity, does not exceed 1% of Orrick's total income.

With regards to compensation prior to the Petition Date, the Debtor paid Orrick for its services in connection with the 2021 Chapter 11 Case pursuant to the interim compensation order entered in that case throughout the pendency of the 2021 Chapter 11 Case. See also Disclosure of Compensation attached to the Application as Exhibit C.

As set forth in the Disclosure of Compensation, submitted herewith, on April 4, 2023, following the entry of the Dismissal Order and prior to the commencement of this Chapter 11 Case, Orrick received payment from the Debtor of all unpaid actual and estimated fees incurred through the commencement of this Chapter 11 Case. See Disclosure of Compensation attached to Application as Exhibit C.

In particular, following the entry of the Dismissal Order, on April 4, 2023, the Debtor paid Orrick \$586,215.87 via wire transfer (the "Payment"). This amount comprises (a) \$518,215.87 on account of actual and estimated fees and expenses for which the Debtor was responsible and that were incurred but not yet paid in the 2021 Chapter 11 Case through the entry of the Dismissal Order (the "Pre-Dismissal Amounts"),⁴ and (b) \$68,000.00 for Orrick's estimated fees and expenses incurred following dismissal of the 2021 Chapter 11 Case and prior to the commencement of this Chapter 11 Case (the "Post-Dismissal Amounts"). The Payment was applied to the Pre-Dismissal Amounts and the Post-Dismissal Amounts prior to the commencement of this Chapter 11 Case.⁵ Accordingly, as of the Petition Date, Orrick was not owed any amounts by the Debtor.

This payment to Orrick was made in accordance with the terms of the Dismissal Order, which provides that a Retained Professional (as defined therein) may "seek final allowance and payment of compensation and reimbursement of expenses" in accordance with the procedures set forth in the Dismissal Order, which procedures included serving "a statement of all of its unpaid fees and expenses incurred in [the 2021] Chapter 11 Case through the Dismissal Date" on the Debtor "no later than 45 days following the Dismissal Date." Dismissal Order, ¶ 5. Orrick served such a statement on the Debtor.

In addition, the Debtor was solvent at the time it made this payment to Orrick. See LTL, 64 F.4th at 108 ("LTL, at the time of its filing, was highly solvent with access to cash to meet comfortably its liabilities as they came due for the foreseeable future."); see also Apr. 18, 2023 Hr'g Tr. 62:21-25 (the Debtor's chief legal officer testifying that Johnson & Johnson Holdco (NA) Inc. ("Holdco"), the party to the funding agreement with the Debtor, is valued at around \$30 billion); id. at 207:3-4 (counsel for the Debtor reiterating that the value of Holdco is \$30 billion).

Consistent with the Debtor's indemnity obligations, this amount also included outstanding actual and estimated fees and expenses owed to Orrick by J&J for services provided in the talc litigation during the pendency of the 2021 Chapter 11 Case prior to the entry of the Dismissal Order. See Declaration of John K. Kim in Support of First Day Pleadings [Dkt. 4] ¶¶ 13-25 (providing that the Debtor is solely responsible for the talc-related liabilities of Old JJCI).

Orrick did not hold a retainer (a "Retainer") as of the Petition Date. Orrick expects to: (a) complete its reconciliation of the fees and expenses actually incurred prior to the Petition Date no later than the filing of its first interim fee application in the Chapter 11 Case, and will separately reconcile the Payment made with respect to Pre-Dismissal Amounts and the Post-Dismissal Amounts; (b) make a corresponding adjustment to the amount of the Retainer on or about that date as described below; and (c) disclose such adjustment in its first interim fee application. If, following reconciliation, any estimated amounts included in either the Pre-Dismissal Amounts or the Post-Dismissal Amounts, respectively, exceeded Orrick's actual unbilled actual fees and expenses incurred in the respective periods, the balance will be added to Retainer and applied by Orrick consistent with the terms of the Interim Compensation Order. Orrick will not apply any portion of the Retainer to fees and expenses incurred from and after the Petition Date unless and until authorized to do so by a further order of this Court, including an Interim Compensation Order. Orrick agrees to waive all fees and expenses, if any, owed by the Debtor that were unpaid by the Payment.

On April 26, 2023, the Debtor filed a motion for authorization to satisfy the fees and expenses of the other estate professionals involved in the 2021 Chapter 11 Case per the terms of the Dismissal Order. See Dkt. 319.

	7.	ocia	To the best of my knowledge, ates, officers and/or employees an	my firm, its members, shareholders, partners, d I (check all that apply):
			do not hold an adverse interest to	the estate.
			do not represent an adverse inter	est to the estate.
			are disinterested under 11 U.S.C	. § 101(14).
	\boxtimes			rest adverse to the debtor or the estate with respect retained under 11 U.S.C. § 327(e).
	\boxtimes			e and Schedule 2 attached hereto.
	8.		If the professional is an auctione	er,
		a.	The following are my qualificati similar property: N/A	ons and experience with the liquidation or sale of
		b.	The proposed method of calcu formulas, is: N/A	lation of my compensation, including rates and
			Pursuant to D.N.J. 2014-requirements of D. N. J	-2, I \square do or \square do not request a waiver of the LBR 2016-1.
			_	all costs and expenses, including labor, security, and insurance, for which I will seek reimbursement
		d.	Have you, or a principal of your ☐ No ☐ Yes (explain be	firm, been convicted of a criminal offense?
		e.	I certify that a surety bond as de	escribed in D. N. J. LBR 2014-2(a)(6) is in effect ate of turnover of the auction proceeds.
	9. of	the j	If the professional is an auctioned property is as follows: N/A	er, appraiser or realtor, the location and description
	I c	ertif	y under penalty of perjury that the	e above information is true.
Date:	N	fav.	4, 2023	/s/ Robert Loeb
Date.	1V.	iay '	T, 4043	Robert Loeb Orrick, Herrington & Sutcliffe LLP Columbia Center 1152 15th Street, N.W.

Washington, D.C. 20005 Telephone: (202) 339-8475 Facsimile: (202) 339-8500 Email: rloeb@orrick.com

SCHEDULE 1

Schedule of Potentially Interested Parties

LTL Management LLC Potentially Interested Parties

Debtor

LTL Management LLC

Direct Equity Owner of Debtor

Johnson & Johnson Holdco (NA) Inc.

Debtor's Direct Non-Debtor Subsidiary

Royalty A&M LLC

Other Non-Debtor Affiliates

3Dintegrated ApS

ABD Holding Company, Inc.

ABIOMED R&D, Inc.

ABIOMED, Inc.

Acclarent, Inc.

Actelion Ltd

Actelion Pharmaceuticals Ltd

Actelion Pharmaceuticals Trading

(Shanghai) Co., Ltd.

Actelion Pharmaceuticals US, Inc.

Actelion Treasury Unlimited Company

Albany Street LLC

ALZA Corporation

Alza Land Management, Inc.

AMO (Hangzhou) Co., Ltd.

AMO (Shanghai) Medical Devices

Trading Co., Ltd.

AMO ASIA LIMITED

AMO Australia Pty Limited

AMO Canada Company

AMO Denmark ApS

AMO Development, LLC

AMO France

AMO Germany GmbH

AMO Groningen B.V.

AMO International Holdings

Unlimited Company

AMO Ireland

AMO Italy SRL

AMO Japan K.K.

AMO Manufacturing USA, LLC

AMO Netherlands BV

AMO Nominee Holdings, LLC

AMO Norway AS

AMO Puerto Rico Manufacturing, Inc.

AMO Sales and Service, Inc.

AMO Singapore Pte. Ltd.

AMO Spain Holdings, LLC

AMO Switzerland GmbH

AMO United Kingdom, Ltd.

AMO Uppsala AB

Anakuria Therapeutics, Inc.

AorTx, Inc.

Apsis SAS

Aragon Pharmaceuticals, Inc.

Asia Pacific Holdings, LLC

Atrionix, Inc.

AUB Holdings LLC

Auris Health, Inc.

Backsvalan 6 Handelsbolag

Beijing Dabao Cosmetics Co., Ltd.

BeneVir BioPharm, Inc.

Berna Rhein B.V.

BioMedical Enterprises, Inc.

Biosense Webster (Israel) Ltd.

Biosense Webster, Inc.

Breethe, Inc.

C Consumer Products Denmark ApS, n/k/a

Coloplast Konsumerntvarer A/S

Carlo Erba OTC S.r.l.

Centocor Biologics, LLC

Centocor Research & Development, Inc.

Cerenovus, Inc.

ChromaGenics B.V.

Ci:z. Labo Co., Ltd.

Cilag AG

Cilag GmbH International

Cilag Holding AG

Cilag Holding Treasury Unlimited Company

Cilag-Biotech, S.L.

Coherex Medical, Inc.

ColBar LifeScience Ltd.

Consumer Test Entity

Cordis de Mexico, S.A. de C.V.

Corimmun GmbH

CoTherix Inc.

CRES Holdings, Inc.

CrossRoads Extremity Systems, LLC

CSATS, Inc.

Debs-Vogue Corporation (Proprietary) Limited

DePuy Hellas SA

DePuy International Limited

DePuy Ireland Unlimited Company

DePuy Mexico, S.A. de C.V.

DePuy Mitek, LLC

DePuy Orthopaedics, Inc.

DePuy Products, Inc.

DePuy Spine, LLC

DePuy Synthes Institute, LLC

DePuy Synthes Products, Inc.

DePuy Synthes Sales, Inc.

DePuy Synthes, Inc.

Dutch Holding LLC

ECL7, LLC

EES Holdings de Mexico,

S. de R.L. de C.V.

EES, S.A. de C.V.

EIT Emerging Implant Technologies GmbH

Ethicon Endo-Surgery (Europe) GmbH

Ethicon Endo-Surgery, Inc.

Ethicon Endo-Surgery, LLC

Ethicon LLC

Ethicon Sarl

Ethicon US, LLC

Ethicon Women's Health & Urology Sarl

Ethicon, Inc.

Ethnor (Proprietary) Limited

Ethnor del Istmo S.A.

Ethnor Farmaceutica, S.A.

Finsbury (Development) Limited

Finsbury (Instruments) Limited

Finsbury Medical Limited

Finsbury Orthopaedics International Limited

Finsbury Orthopaedics Limited

FMS Future Medical System SA

GATT Technologies B.V.

GH Biotech Holdings Limited

Global Investment Participation B.V.

GMED Healthcare BV

Guangzhou Bioseal Biotech Co., Ltd.

Hansen Medical Deutschland GmbH

Hansen Medical International, Inc.

Hansen Medical UK Limited

Hansen Medical, Inc.

Healthcare Services (Shanghai) Ltd.

I.D. Acquisition Corp.

Innomedic Gesellschaft für innovative

Medizintechnik und Informatik mbH

J & J Company West Africa Limited

J&J Argentina S.A.

J&J Pension Trustees Limited

J&J Productos Medicos & Farmaceuticos

del Peru S.A.

J.C. General Services BV

Janssen Biologics (Ireland) Limited

Janssen Biologics B.V.

Janssen BioPharma, LLC

Janssen Biotech, Inc.

Janssen Cilag Farmaceutica S.A.

Janssen Cilag S.p.A.

Janssen Cilag SPA

Janssen Cilag, C.A.

Janssen Development Finance Unlimited

Company

Janssen Egypt LLC

Janssen Farmaceutica Portugal Lda

Janssen France Treasury Unlimited

Company

Janssen Global Services, LLC

Janssen Holding GmbH

Janssen Inc.

Janssen Irish Finance Unlimited Company

Janssen Japan Treasury Unlimited Company

Janssen Korea Ltd.

Janssen Mexico Treasury

Unlimited Company

Janssen Oncology, Inc.

Janssen Ortho LLC

Janssen Pharmaceutica

(Proprietary) Limited

Janssen Pharmaceutica NV

Janssen Pharmaceutica S.A.

Janssen Pharmaceutical K.K.

Janssen Pharmaceutical Sciences

Unlimited Company

Janssen Pharmaceutical Unlimited Company

Janssen Pharmaceuticals, Inc.

Janssen Products, LP JNJ Holding EMEA B.V. Janssen R&D Ireland Unlimited Company JNJ International Investment LLC Janssen Research & Development, LLC JNTL (APAC) HoldCo 2 LLC Janssen Sciences Ireland JNTL (APAC) HoldCo 3 Pte. Ltd. **Unlimited Company** JNTL (APAC) HoldCo LLC JNTL (APAC) HoldCo Pte. Ltd. Janssen Scientific Affairs, LLC Janssen Supply Group, LLC JNTL (Japan) HoldCo Inc. Janssen Vaccines & Prevention B.V. JNTL (Malaysia) Sdn. Bhd. Janssen Vaccines Corp. JNTL (Middle East) HoldCo LLC Janssen-Cilag JNTL (Puerto Rico) HoldCo GmbH Janssen-Cilag (New Zealand) Limited JNTL (Shanghai) Investment Co., Ltd. Janssen-Cilag A/S JNTL (Switzerland) HoldCo GmbH Janssen-Cilag AG JNTL (Thailand) HoldCo LLC Janssen-Cilag Aktiebolag JNTL (UK) HoldCo Limited Janssen-Cilag AS JNTL Consumer Health (Belgium) BV Janssen-Cilag B.V. JNTL Consumer Health (Brazil) Ltda. Janssen-Cilag d.o.o. Beograd JNTL Consumer Health Janssen-Cilag de Mexico S. de R.L. de C.V. (Czech Republic) s.r.o. Janssen-Cilag Farmaceutica Lda. JNTL Consumer Health Janssen-Cilag Farmaceutica Ltda. (Dominican Republic), S.A.S. Janssen-Cilag GmbH JNTL Consumer Health (Finland) Oy Janssen-Cilag International NV JNTL Consumer Health (France) SAS Janssen-Cilag Kft. JNTL Consumer Health (Hungary) Kft Janssen-Cilag Limited JNTL Consumer Health (India) Janssen-Cilag Manufacturing, LLC **Private Limited** Janssen-Cilag NV JNTL Consumer Health Janssen-Cilag OY (New Zealand) Limited Janssen-Cilag Pharma GmbH JNTL Consumer Health (Norway) AS Janssen-Cilag Pharmaceutical S.A.C.I. JNTL Consumer Health (Philippines) Inc. Janssen-Cilag Polska, Sp. z o.o. JNTL Consumer Health (Poland) sp. z o.o. Janssen-Cilag Pty Ltd JNTL Consumer Health (Portugal) Limitada Janssen-Cilag S.A. JNTL Consumer Health (Services) LLC JNTL Consumer Health (Slovakia), s.r.o. Janssen-Cilag s.r.o. Janssen-Cilag, S.A. JNTL Consumer Health (Spain), S.L. Janssen-Cilag, S.A. de C.V. JNTL Consumer Health (Taiwan) Limited JNTL Consumer Health (Vietnam) Co. Ltd. Janssen-Pharma, S.L. J-C Health Care Ltd. JNTL Consumer Health General Jevco Holding, Inc. Services BV JJ Surgical Vision Spain, S.L. JNTL Consumer Health I (Ireland) Limited JJC Acquisition Company B.V. JNTL Consumer Health I JJHC, LLC (Switzerland) GmbH JJSV Belgium BV JNTL Consumer Health II JJSV Manufacturing Malaysia SDN. BHD. (Switzerland) GmbH JJSV Norden AB JNTL Consumer Health LLC

JNTL Consumer Health Mexico,

S. de R.L. de C.V.

JJSV Produtos Oticos Ltda.

JNJ Global Business Services s.r.o.

JNTL Consumer Health Middle	Johnson & Johnson China Ltd.
East FZ-LLC	Johnson & Johnson Consumer
JNTL HoldCo 2 LLC	(Hong Kong) Limited
JNTL HoldCo 3 LLC	Johnson & Johnson Consumer
JNTL HoldCo 4 LLC	(Thailand) Limited
JNTL HoldCo 5 LLC	Johnson & Johnson Consumer B.V.
JNTL HoldCo 6 LLC	Johnson & Johnson Consumer
JNTL HoldCo 7 LLC	Holdings France
JNTL HoldCo 8 LLC	Johnson & Johnson Consumer Inc.
JNTL HoldCo LLC	Johnson & Johnson Consumer NV
JNTL Holdings 2, Inc.	Johnson & Johnson Consumer
JNTL Holdings 3, Inc.	Saudi Arabia Limited
JNTL Holdings B.V.	Johnson & Johnson Consumer Services
JNTL Holdings, Inc.	EAME Ltd.
JNTL Ireland HoldCo 2 B.V.	Johnson & Johnson d.o.o.
JNTL Netherlands HoldCo B.V.	Johnson & Johnson de Argentina S.A.C. e. I.
JNTL Turkey Tüketici Sağlığı	Johnson & Johnson de Chile S.A.
Limited Şirketi	Johnson & Johnson de Colombia S.A.
Johnson & Johnson	Johnson & Johnson de Mexico, S.A. de C.V.
Johnson & Johnson - Societa' Per Azioni	Johnson & Johnson de Uruguay S.A.
Johnson & Johnson (Angola), Limitada	Johnson & Johnson de Venezuela, S.A.
Johnson & Johnson (Australia) Pty Ltd	Johnson & Johnson del Ecuador, S.A.
Johnson & Johnson (Canada) Inc.	Johnson & Johnson Del Paraguay, S.A.
Johnson & Johnson (China) Investment Ltd.	Johnson & Johnson del Peru S.A.
Johnson & Johnson (Ecuador) S.A.	Johnson & Johnson do Brasil Industria E
Johnson & Johnson (Egypt) S.A.E.	Comercio de Produtos Para Saude Ltda.
Johnson & Johnson (Hong Kong) Limited	Johnson & Johnson Dominicana, S.A.S.
Johnson & Johnson (Ireland) Limited	Johnson & Johnson Enterprise
Johnson & Johnson (Jamaica) Limited	Innovation Inc.
Johnson & Johnson (Kenya) Limited	Johnson & Johnson European Treasury
Johnson & Johnson (Middle East) Inc.	Unlimited Company
Johnson & Johnson (Mozambique),	Johnson & Johnson Finance Corporation
Limitada	Johnson & Johnson Finance Limited
Johnson & Johnson (Namibia)	Johnson & Johnson Financial
(Proprietary) Limited	Services GmbH
Johnson & Johnson (New Zealand) Limited	Johnson & Johnson for Export and
Johnson & Johnson (Philippines), Inc.	Import LLC
Johnson & Johnson (Private) Limited	Johnson & Johnson Gateway, LLC
Johnson & Johnson (Singapore)	Johnson & Johnson Gesellschaft m.b.H.
Holdco LLC	Johnson & Johnson GmbH
Johnson & Johnson (Thailand) Ltd.	Johnson & Johnson GT, Sociedad Anónima
Johnson & Johnson (Trinidad) Limited	Johnson & Johnson Guatemala, S.A.
Johnson & Johnson (Vietnam) Co., Ltd	Johnson & Johnson Health and Wellness
Johnson & Johnson AB	Solutions, Inc.
Johnson & Johnson AG	Johnson & Johnson Health Care
Johnson & Johnson Bulgaria EOOD	Systems Inc.

Johnson & Johnson Hellas Commercial and Johnson & Johnson Medical Mexico, Industrial S.A. S.A. de C.V. Johnson & Johnson Hellas Johnson & Johnson Medical NV **Consumer Products** Johnson & Johnson Medical Commercial Societe Anonyme Products GmbH Johnson & Johnson Hemisferica S.A. Johnson & Johnson Medical Pty Ltd Johnson & Johnson Holdco (NA) Inc. Johnson & Johnson Medical S.A. Johnson & Johnson Holding GmbH Johnson & Johnson Medical S.p.A. Johnson & Johnson Holdings Johnson & Johnson Medical SAS (Austria) GmbH Johnson & Johnson Medical Johnson & Johnson Inc. Saudi Arabia Limited Johnson & Johnson Industrial Ltda. Johnson & Johnson Medical Taiwan Ltd. Johnson & Johnson Innovation - JJDC, Inc. Johnson & Johnson Medical, S.C.S. Johnson & Johnson Innovation Limited Johnson & Johnson Medikal Sanayi ve Johnson & Johnson Innovation LLC Ticaret Limited Sirketi Johnson & Johnson International Johnson & Johnson MedTech Johnson & Johnson International (Thailand) Ltd. Johnson & Johnson Medtech (Singapore) Pte. Ltd. Colombia S.A.S. Johnson & Johnson International Financial Services Unlimited Company Johnson & Johnson Middle East FZ-LLC Johnson & Johnson Irish Finance Johnson & Johnson Morocco Company Limited Societe Anonyme Johnson & Johnson K.K. Johnson & Johnson Nordic AB Johnson & Johnson Kft. Johnson & Johnson Pacific Pty Limited Johnson & Johnson Korea Selling & Johnson & Johnson Pakistan Distribution LLC (Private) Limited Johnson & Johnson Korea, Ltd. Johnson & Johnson Panama, S.A. Johnson & Johnson Limited Johnson & Johnson Personal Care Johnson & Johnson LLC (Chile) S.A. Johnson & Johnson Luxembourg Finance Johnson & Johnson Pharmaceutical Ltd. Johnson & Johnson Poland Sp. z o.o. Company Sarl Johnson & Johnson Management Limited Johnson & Johnson Private Limited Johnson & Johnson Medical (China) Ltd. Johnson & Johnson Pte. Ltd. Johnson & Johnson Pty. Limited Johnson & Johnson Medical (Proprietary) Ltd Johnson & Johnson Romania S.R.L. Johnson & Johnson Medical (Shanghai) Ltd. Johnson & Johnson S.E. d.o.o. Johnson & Johnson Medical (Suzhou) Ltd. Johnson & Johnson S.E., Inc. Johnson & Johnson Medical B.V. Johnson & Johnson Sante Beaute France Johnson & Johnson Medical Devices & Johnson & Johnson SDN. BHD. Diagnostics Group - Latin America, Johnson & Johnson Services, Inc. L.L.C. Johnson & Johnson Surgical Vision India Johnson & Johnson Medical GmbH Private Limited Johnson & Johnson Surgical Vision, Inc. Johnson & Johnson Medical Greece Single Member S.A. Johnson & Johnson Taiwan Ltd. Johnson & Johnson Medical Korea Ltd. Johnson & Johnson UK Treasury Johnson & Johnson Medical Limited Company Limited

Johnson & Johnson Ukraine LLC

Johnson & Johnson Urban

Renewal Associates

Johnson & Johnson Vision Care

(Australia) Pty Ltd

Johnson & Johnson Vision Care

(Shanghai) Ltd.

Johnson & Johnson Vision Care Ireland

Unlimited Company

Johnson & Johnson Vision Care, Inc.

Johnson & Johnson Vision Korea, Ltd.

Johnson & Johnson, Lda

Johnson & Johnson, S.A.

Johnson & Johnson, S.A. de C.V.

Johnson & Johnson, s.r.o.

Johnson & Johnson, s.r.o.

Johnson and Johnson (Proprietary) Limited

Johnson and Johnson Sihhi Malzeme Sanayi

Ve Ticaret Limited Sirketi

Johnson Y Johnson de Costa Rica, S.A.

JOM Pharmaceutical Services, Inc.

Kenvue Inc.

La Concha Land Investment Corporation

McNeil AB

McNeil Consumer Pharmaceuticals Co.

McNeil Denmark ApS

McNeil Healthcare (Ireland) Limited

McNeil Healthcare (UK) Limited

McNeil Healthcare LLC

McNeil Iberica S.L.U.

McNeil LA LLC

McNEIL MMP, LLC

McNeil Nutritionals, LLC

McNeil Panama, LLC

McNeil Products Limited

McNeil Sweden AB

Medical Device Business Services, Inc.

Medical Devices & Diagnostics

Global Services, LLC

Medical Devices International LLC

Medos International Sarl

Medos Sarl

MegaDyne Medical Products, Inc.

Menlo Care De Mexico, S.A. de C.V.

Mentor B.V.

Mentor Deutschland GmbH

Mentor Medical Systems B.V.

Mentor Partnership Holding

Company I, LLC

Mentor Texas GP LLC

Mentor Texas L.P.

Mentor Worldwide LLC

Middlesex Assurance Company Limited

Momenta Ireland Limited

Momenta Pharmaceuticals, Inc.

NeoStrata Company, Inc.

NeoStrata UG (haftungsbeschränkt)

Netherlands Holding Company

Neuravi Limited

NeuWave Medical, Inc.

Novira Therapeutics, LLC

NuVera Medical, Inc.

Obtech Medical Mexico, S.A. de C.V.

OBTECH Medical Sarl

OGX Beauty Limited

OMJ Holding GmbH

OMJ Pharmaceuticals, Inc.

Omrix Biopharmaceuticals Ltd.

Omrix Biopharmaceuticals NV

Omrix Biopharmaceuticals, Inc.

Ortho Biologics LLC

Ortho Biotech Holding LLC

Orthospin Ltd.

Orthotaxy SAS

Patriot Pharmaceuticals, LLC

Peninsula Pharmaceuticals, LLC

Percivia LLC

Pharmadirect Ltd.

Pharmedica Laboratories

(Proprietary) Limited

preCARDIA, Inc.

Princeton Laboratories, Inc.

Productos de Cuidado Personal y

de La Salud de Bolivia S.R.L.

Proleader S.A.

Prosidyan, Inc.

PT Integrated Healthcare Indonesia

PT Johnson & Johnson Indonesia

PT Johnson and Johnson Indonesia Two

Pulsar Vascular, Inc.

Regency Urban Renewal Associates

RespiVert Ltd.

Review Manager Test Entity 2

Royalty A&M LLC

Rutan Realty LLC

Scios LLC

Serhum S.A. de C.V.

Shanghai Elsker Mother & Baby Co., Ltd

Shanghai Johnson & Johnson Ltd.

Shanghai Johnson & Johnson

Pharmaceuticals Ltd.

Sodiac ESV

Spectrum Vision Limited Liability Company

Spectrum Vision Limited Liability

Partnership

SterilMed, Inc.

Surgical Process Institute

Deutschland GmbH

Synthes Costa Rica S.C.R., Limitada

SYNTHES GmbH

Synthes GmbH

Synthes Holding AG

Synthes Holding Limited

SYNTHES Medical Immobilien GmbH

Synthes Medical Surgical Equipment &

Instruments Trading LLC

Synthes Produktions GmbH

Synthes Proprietary Limited

Synthes S.M.P., S. de R.L. de C.V.

Synthes Tuttlingen GmbH

Synthes USA Products, LLC

Synthes USA, LLC

Synthes, Inc.

TARIS Biomedical LLC

TearScience, Inc.

The Anspach Effort, LLC

The Vision Care Institute, LLC

Tibotec, LLC

Torax Medical, Inc.

UAB "Johnson & Johnson"

Vania Expansion

Verb Surgical Inc.

Vision Care Finance Unlimited Company

Vogue International LLC

WH4110 Development Company, L.L.C.

Xian Janssen Pharmaceutical Ltd.

XO1 Limited

Zarbee's, Inc.

Managers and Officers of the Debtor

John Kim

Richard Dickinson

Robert Wuesthoff

Russell Deyo

Major Current Business Affiliations of

Debtor's Managers

American Foundation for Opioid

Alternatives

Migration Policy Institute

Miller Center for Community Protection &

Reliance, Eagleton Institute of Politics,

Rutgers University

National Center for State Courts

National Council, McLean Hospital

One Mind

Depository and Disbursement Banks

Bank of America, N.A.

Major Sureties

Chubb

Federal Insurance Company

Liberty Mutual Insurance Company

Travelers Casualty and Surety Company

of America

<u>Parties to Material Contracts With the</u> Debtor

Johnson & Johnson

Johnson & Johnson Holdco (NA) Inc.

Johnson & Johnson Services, Inc.

Significant Co-Defendants in

Talc-Related Litigation

3M Company

A.O. Smith Corporation

Albertsons Companies, Inc.

Avon Products, Inc.

Barretts Minerals, Inc.

BASF Catalysts LLC

Block Drug Company, Inc.

Borg Warner Morse Tec, Inc.

Brenntag North America

Brenntag Specialties, Inc.

Bristol-Myers Squibb Company

Carrier Corporation

Chanel, Inc.

Charles B. Chrystal Co., Inc.

Chattem, Inc.

Colgate-Palmolive Company

Conopco Inc.

Costco Wholesale Corporation

Coty, Inc. Crane Co.

CVS Health Corporation

CVS Pharmacy, Inc.

Cyprus Amax Minerals Company

Cyprus Mines Corporation Dana Companies, LLC DAP Products, Inc.

Dollar General Corporation

Duane Reade Inc. Eaton Corporation Eli Lilly and Company Elizabeth Arden, Inc. Estee Lauder Inc.

Family Dollar Stores Inc.

Flowserve US, Inc. FMC Corporation

Food 4 Less of California, Inc.

Ford Motor Company
Foster Wheeler, LLC
Gardner Denver, Inc.
General Electric Company
Genuine Parts Company
Goodyear Tire & Rubber Co.

Goulds Pumps, LLC

Grinnell LLC

Honeywell International, Inc.

Imerys Talc America, Inc.

Imerys USA, Inc. IMO Industries Inc. John Crane, Inc.

K&B Louisiana Corporation Kaiser Gypsum Company, Inc.

Kmart Corporation Kolmar Laboratories

Longs Drug Stores California

L'Oreal USA, Inc. Lucky Stores, Inc. Macy's, Inc. Mary Kay Inc. Maybelline LLC

Metropolitan Life Insurance Company

Noxell Corporation

Personal Care Products Council

Pfizer, Inc.

Pharma Tech Industries, Inc.

Pneumo Abex, LLC PTI Royston, LLC

Publix Super Markets, Inc.

R.T. Vanderbilt Holding Company, Inc.

Ralphs Grocery Company

Revlon Consumer Products Corporation

Revlon, Inc.

Rite Aid Corporation

Safeway, Inc.

Sanofi-Aventis U.S. LLC

Shulton, Inc.

Specialty Minerals Inc. Target Corporation

The Dow Chemical Company
The Estee Lauder Companies, Inc.

The Kroger Co.

The Procter & Gamble Company

Thrifty Payless, Inc.

Unilever Home & Personal Care USA

Union Carbide Corporation Vanderbilt Minerals, LLC

ViacomCBS, Inc. Walgreen Co. Walmart, Inc.

Warren Pumps, LLC

Whittaker Clark & Daniels, Inc.

Wyeth Holdings LLC

Yves Saint Laurent America, Inc.

Debtor's Proposed Professionals and

Claims Agent

AlixPartners LLP
Bates White LLC

Blake, Cassels & Graydon LLP Epiq Corporate Restructuring LLC

Hogan Lovells Jones Day

King & Spalding LLP

McCarter & English, LLP Orrick, Herrington, & Sutcliffe, LLP Shook, Hardy & Bacon L.L.P. Skadden, Arps, Slate, Meager & Flom LLP Weil Gotshal & Manges LLP Wollmuth Maher & Deutsch LLP

<u>Debtor's Proposed Significant Ordinary</u> <u>Course Professionals, Consultants and</u> Service Providers

Adler Pollock & Sheehan PC
Barrasso Usdin Kupperman
Freeman & Sarver, L.L.C.
Blank Rome LLP
Butler Snow LLP
Carlton Fields, P.A.
Chehardy, Sherman, Williams,
Recile, & Hayes

Damon Key Leong Kupchak Hastert Davis Hatley Haffeman & Tighe

Dechert LLP

Elliott Law Offices, PA

Faegre Drinker Biddle & Reath LLP Foliart, Huff, Ottaway & Bottom Gibson, Dunn & Crutcher LLP

Goldman Ismail Tomaselli Brennan &

Baum

Hartline Barger

HeplerBroom LLC

Irwin Fritchie Urquhart & Moore LLC

Johnson & Bell Ltd.

Jones, Skelton & Hochuli, P.L.C.

Kaplan, Johnson, Abate & Bird LLP

Kelley Jasons McGowan Spinelli

Hanna & Reber, LLP

Kirkland & Ellis LLP

Kitch Drutchas Wagner

Valitutti & Sherbrook

Lewis Brisbois Bisgaard & Smith, LLP

Manion Gaynor & Manning LLP

Manning Gross + Massenburg

Miles & Stockbridge

Milligan & Herns

Morgan Lewis

Nelson Mullins Riley & Scarborough, LLP

Nutter McClennen & Fish LLP

Patterson Belknap Webb & Tyler LLP

Proskauer Rose LLP

Quattlebaum, Grooms & Tull PLLC

Schnader Harrison Segal & Lewis

Schwabe Williamson & Wyatt

Sills Cummis & Gross P.C.

Stoel Rives LLP

Sullivan Whitehead & Deluca LLP

Swartz Campbell LLC

The Weinhardt Law Firm

Tucker Ellis LLP

Willcox & Savage, P.C.

Known Professionals for Certain Non-Debtor Parties in Interest

Barnes & Thornburg, LLP Cravath, Swaine & Moore White & Case LLP

Proposed Future Claimants' Representative and Her Proposed Professional

Randi S. Ellis

Walsh Pizzi O'Reilly Falanga LLP

Material Potentially Indemnified Parties

Bausch Health Companies Inc.

Cyprus Mines Corporation

Cyprus Talc Corp.

Imerys Talc America, Inc.

Imerys Talc Vermont, Inc.

Luzenac America, Inc.

Pharma Tech Industries, Inc.

PTI Royston, LLC

Rio Tinto America, Inc.

RTZ America, Inc.

Valeant Pharmaceuticals International, Inc.

Windsor Minerals Inc.

Costco Wholesale Corporation

Publix Super Markets, Inc.

Rite Aid Corporation

Safeway Inc.

Walmart Inc.

<u>Parties Who Have Entered Into Plan</u> Support Agreements

Andres Pereira Firm

Ferrer, Poirot & Wansbrough

Johnson Law Group

Liakos Law, APC

Linville Law Group

McDonald Worley

Nachawati Law Group

OnderLaw, LLC

Pulaski Kherkher PLLC

Rueb Stoller Daniel, LLP

Seeger Weiss LLP

Slater Slater Schulman LLP

Trammell PC

Watts Guerra LLP

Wisner Baum, LLP

Law Firms with Significant

Representations of Talc Claimants

Andres Pereira Firm

Arnold & Itkin LLP

Aylstock, Witkin, Kreis &

Overholtz, PLLC

Beasley Allen Law Firm

Childers, Schlueter & Smith LLC

Ferrer, Poirot & Wansbrough

Johnson Law Group

Linville Law Group

McDonald Worley

Miller Firm, LLC

Nachawati Law Group

Napoli Shkolnik PLLC

OnderLaw, LLC

Pulaski Kherkher PLLC

Robinson Calcagnie

Rueb Stoller Daniel, LLP

Sanders, Phillips, Grossman, LLC

Seeger Weiss LLP

Slater Slater Schulman LLP

Trammell PC

Wagstaff Law Firm

Watts Guerra LLP

Wisner Baum, LLP

Key Parties in *Imerys Talc America*, *Inc.* and *Cyprus Mines Corp.* Chapter 11 Cases

Cyprus Amax Minerals Company

Cyprus Mines Corporation

Cyprus Talc Corporation

Imerys S.A.

Imerys Talc America, Inc.

Imerys Talc Vermont, Inc.

(fka Windsor Minerals Inc.)

James L. Patton

Luzenac America, Inc.

Official Committee of Tort Claimants

(In re Imerys Talc America, Inc.)

Official Committee of Tort Claimants

(In re Cyprus Mines Corp.)

Roger Frankel

Debtor's Insurers

A.G. Securitas

ACE Property & Casualty Insurance

Company

Aetna Casualty and Surety Company

Affiliated FM Ins. Company

AIG Europe S.A.

AIG Property and Casualty Company

AIU Ins. Company

Allianz Global Risks US

Insurance Company

Allianz Ins. Company

Allstate Insurance Company

American Centennial Ins. Company

American Motorists Ins. Company

American Re-Insurance Company

Arrowood Indemnity Company

ASR Schadeverzekering N.V.

Assurances Generales De France

Assurantiekantoor VanWijk & Co.

Atlanta International Insurance Company,

n/k/a Wellfleet New York Insurance

Company

Birmingham Fire Ins. Company of

Pennsylvania

Central National Ins. Company of Omaha

Century Indemnity Company

Champion Dyeing Allocation Year

Chubb

City Ins. Company

Colonia Versicherungs AG, Koln

Company of N.Y.

Continental Insurance Company

Darag Deutsche Versicherungs-Und

Drake Ins. Company of New York

Employers Ins. Company of Wausau

Employers Ins. of Wausau

Employers Mutual Casualty Company

Eurinco Allgemeine

Everest Reinsurance Company

Fireman's Fund Ins. Company

First State Ins. Company

GAP

Gibraltar Casualty Company

Granite State Ins. Company

Great American

Great Northern Ins. Company

Great Southwest Fire Ins. Company

Groupe Drouot

Harbor Ins. Company

Hartford Accident and Indemnity Company

Home Ins. Company

Ideal Mutual Ins. Company

Industrial Indemnity Company

Ins. Company of North America

Ins. Company of the State of Pennsylvania

Ins. Corporation of Singapore Limited

Integrity Ins. Company

International Ins. Company

International Surplus Lines Ins. Company

Lexington Ins. Company

London Guarantee and Accident

L'Union Atlantique S.A. d'Assurances

Maas Lloyd

Mead Reinsurance Corporation

Middlesex Assurance Company

Midland Ins. Company

Midstates Reinsurance Corp.

Mission Ins. Company

Mission National Ins. Company

Munich Reinsurance America, Inc.

Mutual Fire, Marine, & Inland Ins.

Company

N.V. De Ark

N.V. Rotterdamse Assurantiekas

N.V. Schadeverzekeringsmaatschappij

National Casualty Company

National Union Fire Ins. Company of

Pittsburgh, PA

Nationwide

New Hampshire Ins. Company

North River Ins. Company

Northbrook Excess and Surplus

Ins. Company

Northeastern Fire Ins. Company

of Pennsylvania

Pacific Employers Ins. Company

ProSight

Prudential Reinsurance Company

Puritan Insurance Company

Republic Indemnity Company of America

Republic Ins. Company

Republic Western Ins. Company

Repwest Insurance Company

Resolute Management Inc.

Rheinland Versicherungen

Rheinland Verzekeringen

Riverstone Insurers

Royal Belge I.R., S.A. d'Assurances

Royal Indemnity Company

Royal Ins. Company

Rückversicherungs-AG

Safety Mutual Casualty Corporation

Safety National Casualty Corporation

Seguros La Republica SA

Sentry Insurance A Mutual Company

Southern American Ins. Company

Starr Indemnity & Liability Company

TIG Insurance Company

Transamerica Premier Insurance Company

Transit Casualty Company

Travelers Casualty and Surety Company

UAP

Union Atlantique d'Assurances S.A.

Union Indemnity Ins. Company

of New York

Versicherungs AG, Dusseldorf

Westchester Fire Insurance Company

Westport Insurance Corporation

XL Ins. Company

Potential Parties in Canadian Proceeding

Cassels Brock & Blackwell LLP

Ernst & Young Inc.

States/Federal District With Consumer Protection Investigations/Actions

Alabama Alaska Arkansas Arizona Colorado Connecticut Delaware Florida Georgia Hawaii Idaho Illinois Iowa Kansas Kentucky Maine Maryland Massachusetts Michigan Minnesota Mississippi Montana Nebraska

Nevada New Hampshire New Jersey New Mexico New York North Carolina North Dakota

Ohio
Oklahoma
Oregon
Rhode Island
South Dakota

Texas Utah Vermont Virginia Washington Washington, D.C. West Virginia Wisconsin

<u>The Office of the United States Trustee –</u> Region 3 – District of New Jersey

Adam Shaarawy Adela Alfaro

Alexandria Nikolinos Angeliza Ortiz-Ng Daniel C. Kropiewnicki

David Gerardi Fran B. Steele

Francyne D. Arendas

James Stives
Jeffrey Sponder
Joseph C. Kern
Kirsten K. Ardelean
Lauren Bielskie
Maggie McGee
Martha Hildebrandt
Michael Artis
Neidy Fuentes
Peter J. D'Auria
Robert J. Schneider, Jr.

Tia Green Tina L. Oppelt William J. Ziemer

Bankruptcy Judges for the District of New Jersey

Judge Andrew B. Altenburg, Jr. Judge Christine M. Gravelle Judge Jerrold N. Poslusny, Jr. Judge John K. Sherwood Judge Kathryn C. Ferguson Judge Michael B. Kaplan Judge Rosemary Gambardella Judge Stacey L. Meisel Judge Vincent F. Papalia

SCHEDULE 2

Disclosure Schedule¹

The disclosure of affiliate relationships among potentially related entities reflects only information known to Orrick through its conflicts reporting system. Orrick has not performed independent research to identify other affiliate relationships with respect to the Interested Parties.

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Schedule of Interested Parties With Connection to

Orrick, Herrington & Sutcliffe LLP in Matters Unrelated to the Debtors or Their Chapter 11 Cases¹

<u>Party</u>	Connection to Debtors	Connection to Orrick
Bank of America	Depository and Disbursement Banks	Bank of America, N.A. is a current client, as are affiliates Banc of America Public Capital Corp., Banc of America Merrill Lynch, Merrill Lynch, Merrill Lynch, Pierce, Fenner & Smith, Inc., Merrill Lynch Capital Markets, Merrill Lynch (Singapore) Pte Ltd., Banc of America Securities LLC
AIG Europe S.A. AIG Property and Casualty Company	Debtor's Insurers	AIG Europe, S.A. is a current client. AIG Europe Limited is a former client in matters that closed in 2021.
3M Company	Significant Co- Defendants in Talc Related Litigation	3m Italia s.p.a. is a former client in matters that closed in 2021.

¹ The parties listed herein are parties in interest (or affiliated entities) who are current clients of Orrick or were clients of Orrick within the last five (5) years. The names of the current and former clients of Orrick appear in bold and italics. The disclosure of affiliate relationships among potentially related entities reflects only information known to Orrick through its conflict reporting system. Orrick

has not performed independent research to identify other affiliate relationships with respect to the parties on the interested parties.

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<u>Party</u>	Exhibit B Connection to	Page 24 of 38 Connection to Orrick
	<u>Debtors</u>	
Alabama	States/Federal District With Consumer Protection Investigations/ Actions	current client.
Alaska	States/Federal District With Consumer Protection Investigations/ Actions	Alaska Industrial Development and Export Authority (AIDEA) and Alaska Energy Authority are current
Arizona	With Consumer	Arizona Industrial Development Authority is a current client. Arizona Public Service Company and Arizona Health Facilities Auth, Arizona Department of Insurance are former clients in matters that closed in 2022.
Florida	States/Federal District With Consumer Protection Investigations/ Actions	Florida Public Service Commission is a former client
Hawaii	States/Federal District With Consumer Protection Investigations/ Actions	State of Hawaii, Hawaii Budget & Policy Center, Hawaii Housing Fin Dev. Corp. are current clients. University of Hawaii is a former client in matters that closed in 2020.

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	<u>Exhibit B</u>	Page 25 of 38
<u>Party</u>	Connection to Debtors	Connection to Orrick
Idaho	States/Federal District With Consumer Protection Investigations/ Actions	Idaho Housing Agency is a current client.
Illinois	States/Federal District With Consumer Protection Investigations/ Actions	State of Illinois Torture Inquiry and Relief Commission (ILTIRC) Representations is a current client. Illinois Finance Authority and Illinois Governor's Office of Management are former clients in matters that closed in 2020.
Iowa	States/Federal District With Consumer Protection Investigations/ Actions	Iowa Tobacco Settlement Authority and Public Energy Facilities Authority, Iowa are former clients in matters that closed in 2022.
Kentucky	States/Federal District With Consumer Protection Investigations/ Actions	Authority of Kentucky are current clients.
Maryland	States/Federal District With Consumer Protection Investigations/ Actions	University of Maryland Medical Systems Corporation are former clients in matters that closed in 2023.

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
Massachusetts	States/Federal District	Massachusetts Housing Finance Agency and
	With Consumer	Massachusetts Educational Financing Authority are
	Protection	current clients.
	Investigations/ Actions	
Michigan	States/Federal District	Michigan Tobacco Finance Authority is a former
Wildingan	With Consumer	client with matters that closed in 2022.
	Protection	Chefit with matters that closed in 2022.
	Investigations/ Actions	
Minnessa	C4-4/E11 Di-44	Minner A. Marie in al Derman Arman and Constant
Minnesota	States/Federal District	Minnesota Municipal Power Agency and Greater
	With Consumer	Minnesota Housing Fund are current clients.
	Protection	
	Investigations/ Actions	
Montana	States/Federal District	Montana Facility Finance Authority is a current
	With Consumer	client.
	Protection	State of Montana is a former client in matters that
	Investigations/ Actions	closed in 2021.
		Ciosca III 2021.

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<u>Party</u>	Connection to <u>Debtors</u>	Connection to Orrick
Nevada	States/Federal District With Consumer Protection Investigations/ Actions	Nevada Housing Division is a current client. Department of Business and Industry, State of Nevada is a former client in matters that closed in 2021.
New Mexico	States/Federal District With Consumer Protection Investigations/ Actions	New Mexico, Office of the Attorney General is a former client in matters that closed in 2020.
New York	With Consumer Protection Investigations/ Actions	The Port Authority of New York and New Jersey, The Assembly of the State of New York, NY State Housing Finance Agency, New York Power Authority, Dormitory Auth./State of NY, Comptroller of the State of NY, and New York State Urban Development Corporation are current clients. New York State Senate is a former client in matters that closed in 2020.
Ohio	States/Federal District With Consumer Protection Investigations/ Actions	matters that closed in 2021.

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<u>Party</u>	Exhibit B Connection to	Page 28 of 38 Connection to Orrick
	<u>Debtors</u>	
Oklahoma	States/Federal District With Consumer Protection Investigations/ Actions	Oklahoma Development Finance Authority and Oklahoma State Department of Health are former clients in matters that closed in 2022.
Oregon	States/Federal District With Consumer Protection Investigations/ Actions	Oregon Housing and Community Services Department, Oregon Department of Administrative Services, Oregon Department of Transportation, Oregon Health and Science University, Oregon Department of Justice, Oregon Facilities Authority, Oregon Business Development Department, and State of Oregon Retirement Fund are current clients. Oregon Affordable Housing Assistance Corporation, Oregon Department of Education, State of Oregon and Oregon University System are former clients in matters that closed in 2021.
Rhode Island	States/Federal District With Consumer Protection Investigations/ Actions	Rhode Island Student Loan Authority is a former client in matters that closed in 2020.

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<u>Party</u>	Exhibit B Connection to	Page 29 of 38 <u>Connection to Orrick</u>
<u>1 arcy</u>		Connection to Office
Texas		Texas Education Agency, Texas Association of School Boards, The University of Texas System, Texas Public Finance Authority, The University of Texas Investment Management Company, Texas Comptroller of Public Accounts, Texas Department of Transportation, The University of Texas/Texas A&M Investment Management Company, Texas National MUD, The Texas A&M University System, Texas Water Development Board and the Texas Treasury Safekeeping Trust Company are current clients. Employees Retirement System of Texas is a former client.
Utah	States/Federal District With Consumer Protection Investigations/ Actions	Utah Charter School Finance Authority is a current client. Utah State Retirement Investment Fund is a former client in matters that closed in 2019.
Vermont	States/Federal District With Consumer Protection Investigations/ Actions	University of Vermont is a current client.

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
Washington		Washington State Investment Board, Washington Health Care Facilities Authority, Washington Economic Development Finance Authority, University of Washington/Washington State Attorney General's Office, and Washington State Investment Bureau are current clients.
Washington, D.C.	States/Federal District With Consumer Protection Investigations/ Actions	Investigations/Actions, District of Columbia and District of Columbia Housing Finance Agency are
West Virginia	States/Federal District With Consumer Protection Investigations/ Actions	State of West Virginia is a former client in matters that closed in 2023.
Wisconsin	States/Federal District With Consumer Protection Investigations/ Actions	 Wisconsin Public Power Incorporated System is an affiliate of WPPI a current client. Wisconsin Health and Educational Facilities Authority is a former client in matters that closed in 2023.

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<u>Party</u>	Connection to	Connection to Orrick
	Debtors	
Allianz Global Risks US	Debtor's Insurers	Affiliates Allianz Technology, PIMCO, Allianz S.p.A.,
Insurance Company		Allianz Bank Financial Advisors S.p.A. and Allianz
Allianz Ins. Company		Global Investors France are current clients.
7 timanz ms. Company		Gibbut Hivestors I runce are earrent enems.
		Affiliates Allianz Subalpina Holding S.p.A.,
		AllianzGo S.r.l., Allianz, Allianz Real Estate France
		SAS, Allianz Technology S.c.p.A., Allianz Technology
		S.p.A., Fondazione Allianz Umana Mente and Allianz
		Bank Financial Advisors S.p.A. are former clients in
		matters that closed in 2020.
AMO Sales and Service, Inc.	Other Non-Debtor	Amo SAS is a current client; AMO US Holdings, Inc.,
	Affiliates	AMO USA Sales Holdings, Inc. and AMO USA, LLC
		are affiliates of current client, Johnson & Johnson
Auris Health, Inc.	Other Non-Debtor	Auris Health is a former client in matters that closed in
,	Affiliates	2021.
	a: .a ==	
Avon Products, Inc.	Significant Co-	Avon Products, Inc. is a current client.
	Defendants in Talc	
	Related Litigation	
Barnes & Thornburg, LLP	Known Professionals	Barnes & Thornburg LLP is a former client in matters
Danies & Thomburg, LLI	for Certain Non	that close in 2021.
		that close in 2021.
	Debtor Parties in	
	Interest	

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Party	Exhibit B Connection to	Page 32 of 38 Connection to Orrick
	<u>Debtors</u>	
Blake, Cassels & Graydon LLP	Debtor's Proposed Professionals and Claims Agent	Blake, Cassels & Graydon LLP is a former client in matters that closed in 2019.
BioMedical Enterprises, Inc.	Other Non-Debtor Affiliates	Biomedical srl is a current client.
Flowserve US, Inc.	Significant Co- Defendants in Talc Related Litigation	Affiliates Flowserve S.r.l. and Worthington S.r.L. (member of the Flowserve Group) are current clients.
FMC Corporation	Significant Co- Defendants in Talc Related Litigation	FMC Corporation and affiliate, FMC Technologies, Inc. are current clients.
Ford Motor Company	Significant Co- Defendants in Talc Related Litigation	Ford Motor Company and Ford Foundation are current clients. Ford Smart Mobility, LLC is a former client in matters that closed in 2022.
Foster Wheeler, LLC	Significant Co- Defendants in Talc Related Litigation	Amec Foster Wheeler plc and Amec Foster Wheeler Asia Pacific Pte. Ltd. are current clients. Amec Foster Wheeler Italiana Srl, and AMEC Foster Wheeler Energía SLU (Spain) are former clients in matters that closed in 2021.

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<u>Party</u>	Connection to Debtors	Connection to Orrick
G 1F1 + C		
General Electric Company	Significant Co-	GE Renewable Energy and GE Energy Financial
	Defendants in Talc	Services are current clients. General Electric
	Related Litigation	Company is a former client with matters that closed in
		2019. <i>GE Energy, LLC</i> is a former client with matters
		that closed in 2022. GE United Technologies LLC dba
		Grassdoor is a former client with matters that closed in
		2022. <i>GE Medical</i> Systems is a former client with
		matters that closed in 2019. <i>GE Capital</i> Corporation is
		a former client with matters that closed in 2018.
Gibson, Dunn & Crutcher	Debtor's Proposed	Gibson Dunn & Crutcher LLP is a former client in
LLP	Significant Ordinary	matters that closed in 2018.
LLF	Course Professionals,	matters that closed in 2018.
	Consultants and	
	Service Providers	
	Service Froviders	
Goodyear Tire & Rubber Co.		The Goodyear Tire & Rubber Company is a current
	Defendants in Talc	client.
	Related Litigation	

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
Hansen Medical, Inc.	Other Non-Debtor	Hansen Medical Directors is a former client in matters
	Affiliates	that closed in 2020.
	7 Hillianes	that crosed in 2020.
Hartford Accident and	Debtor's Insurers	The Hartford Steam Boiler Inspection and Insurance
Indemnity Company	2 00001 5 1115 92 015	Company is a current client.
indemnity Company		Company is a current elicit.
Hogan Lovells	Debtor's Proposed	Hogan Lovells US LLP is a current client.
1108 20	Professionals and	200,000 00 221 10 0 000000
	Claims Agent	
	Ciainis Agent	
JNJ International Investment	Other Non-Debtor	JNJ Enterprises is a former client in matter that closed
LLC	Affiliates	in 2018.
Johnson & Johnson	Other Non-Debtor	Johnson & Johnson is a current client.
	Affiliates	
Johnson & Johnson Surgical	Other Non-Debtor	Johnson & Johnson Surgical Vision, Inc. is a former
Vision, Inc.	Affiliates	client in matters that closed in 2021.

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
JOM Pharmaceutical	Other Non-Debtor	JOM Group LLC is a former client in matters that
Services, Inc.	Affiliates	closed in 2021.
Services, me.	111111111111111111111111111111111111111	010504 III 20211
King & Spalding LLP	Debtor's Proposed	King & Spalding LLP is a former client in matters that
	Professionals and	closed in 2019.
	Claims Agent	
Kirkland & Ellis LLP	Debtor's Proposed	Kirkland & Ellis LLP is a current client.
	Significant Ordinary	
	Course Professionals,	
	Consultants and	
	Service Providers	
Lavinatan Ing Campany	Debtor's Insurers	Lavinatar National Ingularia Comparation is a
Lexington Ins. Company	Debtor's insurers	Lexington National Insurance Corporation is a
		current client.
L'Oreal USA, Inc.	Significant Co-	L'Oréal and L'Oréal Travel Retail Americas, Inc. are
	Defendants in Talc	current clients.
	Related Litigation	
Macy's, Inc.	Significant Co-	Macy's, Inc. is a current client.
2.2005) 2, 2000	Defendants in Talc	y 2, 21101 12 11 2 11 2 11 2 11 2 11 2 11
	Related Litigation	

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
Liberty Mutual Insurance	Major Sureties	Liberty Mutual Insurance Europe SE (t/a Liberty
•	Triagor Bureties	
Company		Global Transaction Solutions) is a current client.
D.C I	C::C+ C-	DC
Pfizer, Inc.	Significant Co-	<i>Pfizer, Inc.</i> is a former client in matters that closed in
	Defendants in Talc	2018.
	Related Litigation	
N. 10 "357)	
National Council, McLean	Major Current	The McLean Hospital Corporation is an affiliate of
Hospital	Business Affiliations	current client, Mass General Brigham Incorporated.
	of Debtor's Managers	
Mission Ins. Company	Debtor's Insurers	Mission Insurance Company is a current client.
Prudential Reinsurance	Debtor's Insurers	PGIM Real Estate Finance, LLC, Tokyo Branch and
Company		Prudential Greenfield LP are former clients in matters
		that closed in 2022.
		that closed in 2022.
Revlon, Inc.	Significant Co-	Revion, Inc. is a former client in matters that closed in
	Defendants in Talc	2022.
		2022.
	Related Litigation	

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<u>Party</u>	Connection to <u>Debtors</u>	Connection to Orrick
Sanofi-Aventis U.S. LLC	Significant Co-	Sanofi Aventis Ireland is a former client in matters that
	Defendants in Talc	closed in 2021.
	Related Litigation	
	Related Engation	
Safeway Inc.	Significant Co-	Safeway Inc. is a current client.
	Defendants in Talc	2.170 1.100 1
	Related Litigation;	
	=	
	Material Potentially	
	Indemnified Parties	
Albertsons Companies, Inc.	Significant Co-	Albertsons is the parent of current client, Safeway Inc.
	Defendants in Talc	,,,,,,,,,,,,,,,,,,
	Related Litigation	Albertsons Companies, Inc. is a former client in
	Related Litigation	matters that closed in 2020.
Target Corporation	Significant Co-	Target Corporation is a current client.
Target corporation	Defendants in Talc	Turget corporation is a current enema
	Related Litigation	
	Related Litigation	
TIG Insurance Company	Debtor's Insurers	TIG Advisors, LLC is a current client.
Weil Gotshal & Manges LLP	Debtor's Proposed	Weil, Gotshal & Manges LLP is a current client.
	Professionals and	
	Claims Agent	

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<u>Party</u>	Connection to	Connection to Orrick
	<u>Debtors</u>	
Walmart, Inc.	Significant Co- Defendants in Talc Related Litigation; Material Potentially Indemnified Parties	Walmart Inc. is a current client. Walmart eCommerce is a former client in matters that closed in
Walgreen Co.	Significant Co- Defendants in Talc Related Litigation	Walgreen Co. is a current client.
Unilever Home & Personal Care USA	Significant Co- Defendants in Talc Related Litigation	Unilever United States, Inc. is a current client.
The Dow Chemical Company; Union Carbide Corporation	Significant Co- Defendants in Talc Related Litigation	The Dow Chemical Company and affiliate, Union Carbide Corporation, and former affiliate, Corteva Agriscience are current clients. Dow AgroSciences LLC and Mycogen Plant Science, Inc. are former clients in matters that closed in 2020.